

Long Distance Wholesale Club

LONG DISTANCE WHOLESALE CLUB

1401 Wilson Boulevard, 11th Floor
Arlington, Virginia 22209

RATES, RULES and REGULATIONS for FURNISHING
RESALE TELECOMMUNICATIONS SERVICES

Filed with the
PUBLIC SERVICE COMMISSION OF KENTUCKY

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for resale telecommunication services provided by Long Distance Wholesale Club between points within the Commonwealth of Kentucky.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

CHECK SHEET

The Title Page and Pages of this tariff are effective as of the date shown. Original and revised pages, as named below, contain all changes from the original tariff that are in effect on the date thereon except as otherwise noted.

PAGE**REVISION**

Title

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

24.1

24.2

24.3

24.4

24.5

24.6

24.7

24.8

25

26

Original

Tenth*

First

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Original

Second

First

Original

Original

Original

First

Original

Second

First

Original

Original

Original

Original

Original

Original*

Original

Original

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

JAN 08 1999

PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)
BY: Stephen O. Bue
SECRETARY OF THE COMMISSION

Issued: December 8, 1998

Effective: January 8, 1999

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

TARIFF FORMAT

Page Numbering - Page numbers appear in the upper right hand corner of the page. Pages are numbered sequentially. From time to time new pages may be added to the tariff. When a new page is added between existing pages a decimal is added to the preceding page number. For example, a new page added between Pages 3 and 4 would be numbered 3.1.

Explanation of Symbols - When changes are made in any tariff sheet, a revised sheet will be issued canceling the tariff sheet affected. Changes will be identified on the revised page(s) through the use of the following symbols:

- (C) - To signify changed regulation.
- (D) - To signify discontinued rate or regulation.
- (I) - To signify increased rates.
- (M) - To signify material relocated from one page to another without change.
- (N) - To signify new rate, regulation, or text.
- (R) - To signify reduced rate.
- (T) - To signify a change in text, but no change in rate or regulation.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

By: *Jordan C. Neal*
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: *Thomas J. Corrito*
Thomas J. Corrito, President

TABLE OF CONTENTS

TitleSheet.....	Cover
CheckSheet.....	1
TableofContents.....	2
Section 1 - Technical Terms and Abbreviations.....	5
Section 2 - Rules and Regulations	7
Section 3 - Description of Service and Rates.....	15
Section 4 - Miscellaneous Services.....	25
Section 5 - Promotional Offerings	26 N

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

NOV 25 1998

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)
BY: Stephan O. Bue
SECRETARY OF THE COMMISSION

Issued: November 24, 1998

Effective: November 25, 1998

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

Application of Tariff

This tariff contains the regulations and rates applicable to the furnishing of intrastate resale common carrier communications service by Long Distance Wholesale Club within the State of Kentucky.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 1 - TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the Customer's telephone to a LDWC designated switching center or point of presence.

Authorized User - A person, firm, corporation, or any other entity authorized by the Customer to utilize the Carrier's service.

Authorization Code - A pre-defined series of numbers to be dialed by the Customer or Authorized User upon access to the Carrier's Travel Card Service network to identify the caller and validate the caller's authorization to use the services provided.

Commission - The Kentucky Public Service Commission.

Company or Carrier - Long Distance Wholesale Club unless otherwise clearly indicated by the context.

Customer - The person, firm, corporation or other entity which orders, cancels, amends or uses service and is responsible for payment of charges and compliance with the Company's tariff.

Dedicated Access Origination/Termination - Where access between the customer and the interexchange carrier is provided on dedicated circuits. The cost of these dedicated circuits is billed by the access provider directly to the Customer.

Equal Access - Where the local exchange company central office provides interconnection to interexchange carriers with Feature Group D circuits. In such end offices, customers presubscribe their telephone line(s) to their preferred interLATA carrier.

LDWC - Used throughout this tariff to refer to Long Distance Wholesale Club

LEC - Local Exchange Company.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 1 - TERMS AND ABBREVIATIONS, (CONT'D.)

Serving Wire Center - A specified geographic point from which the vertical and horizontal coordinate is used in calculation of airline mileage.

Switched Access Origination/Termination - Where access between the customer and the interexchange carrier is provided on local exchange company Feature Group circuits and the connection to the customer is a LEC-provided business or residential access line. The cost of switched Feature Group access is billed to the interexchange carrier.

Travel Card Call - A service whereby the Customer or Authorized User dials all of the digits necessary to route and bill a call placed from a location other than his/her residence or normal place of business. Service is accessed via a "1-800" or other access code dialing sequence.

V & H Coordinates - Geographic points which define the originating and terminating points of a call in mathematical terms so that the airline mileage of the call may be determined. Call mileage may be used for the purposed of rating calls.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
Thomas J. Cifrito
By: Thomas J. Cifrito
Thomas J. Cifrito, President

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company

LDWC services and facilities are furnished for intrastate communications originating at specified points within the state of Kentucky under terms of this tariff. Intrastate service is offered in conjunction with interstate service.

LDWC installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. LDWC may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to the LDWC network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise provided, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

2.2.1 Presubscribed service is offered in Equal Access areas only. Travel service is available from all areas.

2.2.2 Service is offered subject to the availability of the necessary facilities and equipment and subject to the provisions of this tariff.

2.2.3 LDWC reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this tariff or of the law.

2.2.4 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or failure to establish connections.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5011.
SECTION 9 (1)

Issued: May 14, 1996 BY: Jordan C. Neel Effective: May 14, 1996

Issued by authority of an order of the Public Service Commission of Kentucky in Case No. 96-122 dated: May 14, 1996

By: Thomas J. Cirrito

Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

2.4 Liabilities of the Company

2.4.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

2.4.2 The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9(1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Carrito
Thomas J. Carrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.4 Liabilities of Company, (Cont'd.)

- 2.4.3 The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copyright or patent, unauthorized use of any trademark, tradename or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this tariff; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4 The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.
- 2.4.5 Acceptance by the Commission of the liability provisions contained in this tariff does not constitute its determination that the limitation of liability imposed by the Company should be upheld in a court of law, but the recognition that, as it is the duty of the courts to adjudicate negligence claims and rights to recover damages therefor, so it is the duty of the courts to determine the validity of the exculpatory provisions of this tariff.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)BY: Jonathan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.5 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.6 Terminal Equipment

The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a telephone set, PBX or key system. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

2.7 Installation and Termination

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this tariff.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

By: Thomas J. Cirrito

Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.8 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by LDWC. All charges due by the Customer are payable to the Company or to the Company's authorized billing agent (such as a local exchange telephone company or other authorized entity). Terms of payment shall be according to the rules and regulations of the billing agent and subject to the rules of regulatory agencies, including the P.S.C Ky. Any objections to billed charges must be reported to the Company or its billing agent within sixty days after receipt of bill. Contested charges will be handled in accordance with 807 KAR 5:006, Section 9. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate. All invoices are due and payable upon receipt of the invoice. All amounts owed after the due date are subject to late payment penalty charges of 1.5% per month. The penalty may be assessed only once on any bill for rendered services. Any payment received shall first be applied to the bill for service rendered. Additional penalty charges shall not be assessed on unpaid penalty charges.

2.9 Cancellation by Customer

Any Customer desiring service terminated or changed from one address to another, shall give the utility three (3) working days' notice in person, in writing, or by telephone, provided such notice does not violate contractual obligations or tariff provisions.

2.10 Interconnection

Service furnished by LDWC may be connected with the services or facilities of other carriers. Such service or facilities, if used, are provided under the terms, rates and conditions of the other carrier. The Customer is responsible for all charges billed by other carriers for use in connection with LDWC service. Any special interface equipment or facilities necessary to achieve compatibility between carriers is the responsibility of the Customer.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

Issued: May 14, 1996

Issued by authority of an order PURSUANT TO 807 KAR 5.011.
the Public Service Commission of SECTION 9 (1)
Kentucky in Case No. 96-122
dated: May 14, 1996

BY: *Jordan C. Neal*
FOR THE PUBLIC SERVICE COMMISSION

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

BY: *Thomas J. Cirrito*
Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.11 Refusal or Discontinuance by Company

LDWC may refuse or discontinue service under the following conditions. Unless otherwise stated, the Customer will be given ten (10) day's written notice and allowed a reasonable time to comply with any rule or remedy any deficiency.

- 2.11.1 For non-compliance with and/or violation of any State or municipal law, ordinance or regulation pertaining to telephone service.
- 2.11.2 For the use of telephone service for any other property or purpose other than that described in the application.
- 2.11.3 For neglect or refusal to provide reasonable access to the Company for the purpose of inspection and maintenance of equipment owned by the Company.
- 2.11.4 For non-compliance with and/or violation of the Commission's regulations or the Company's rules and regulations on file with the Commission, provided ten (10) working days' written notice is given before termination.
- 2.11.5 For non-payment of bills for telephone service. Suspension or termination of service shall not be made without ten (10) working days' written notice to the Customer.
- 2.11.6 Without notice in the event of Customer use of equipment in such a manner as to adversely affect the Company's equipment or the Company's service to others.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5011.
SECTION 9(1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

By: Thomas J. Cirrito

Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)**2.11 Refusal or Discontinuance by Company, (Cont'd.)**

- 2.11.7 Without notice in the event of tampering with the equipment furnished and owned by the Company.
- 2.11.8 Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, the Company may, before restoring service, require the Customer to make, at his own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably estimated as the loss in revenues resulting from such fraudulent use.
- 2.11.9 For failure of the Customer to make proper application for service.
- 2.11.10 For Customer's breach of the contract for service between the Company and the Customer.
- 2.11.11 When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

2.12 Inspection, Testing and Adjustment

Upon reasonable notice, the facilities provided by the Carrier shall be made available to the Carrier for tests and adjustments as may be deemed necessary by the Carrier for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made when the interruption is less than twenty-four consecutive hours.

2.13 Tests, Pilots, Promotional Campaigns and Contests

The Carrier may conduct special tests, pilot programs, waivers and promotions at its discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. Such promotions will be filed with the P.S.C. Ky. in this Tariff on not less than thirty (30) days notice.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5011

Issued: May 14, 1996

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

SECTION 9(1)

BY: Jonathan C. Keel
FOR THE PUBLIC SERVICE COMMISSION

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

By:

Thomas J. Cirrito, President

SECTION 2 - RULES AND REGULATIONS, (CONT'D.)

2.14 Interruption of Service

Credit allowances for interruptions of service caused by service outages or deficiencies are limited to the initial minimum period call charges for re-establishing the interrupted call.

2.15 Bill Format

Bills rendered to Customers by LDWC contains the following information:

Date of Bill Rendering
Company Name
Toll Free Customer Service Number - (800) 788-7887
Service Dates
Due Date
Past Due Date
Current Amount Due
Past Due Amount (if applicable)
Past Due Penalties (if applicable)
Date and Time of Each call
Originating location and terminating number
Call duration
Call type
Total Charges per Call
Total Charges for Company Services
Taxes

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9(1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Corrito
Thomas J. Corrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES**3.1 Description of Service**

Service is available twenty-four hours per day, seven days a week. Service is offered on a presubscription basis and dial access, "10xxx:", basis from equal access exchanges. Service is offered on a dial access basis only from exchanges in which equal access is not available.

3.2 Timing and Rounding of Calls

- 3.2.1 Long distance charges are based on the duration of each call.
- 3.2.2 Usage measurement and rounding increments for billing purposes is specified on a per-product basis as defined in this Tariff.
- 3.2.3 The Company will not bill for unanswered calls. When an End User indicates that he/she was billed for an incomplete call, LDWC will reasonably issue credit for the call.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: James C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.3 Rate Periods and Holidays

For time-of-day sensitive services, the following rate periods apply:

	MON	TUES	WED	THUR	FRI	SAT	SUN
8:00 AM TO 5:00 PM*	DAYTIME RATE PERIOD					EVE	
5:00 PM TO 11:00 PM*	EVENING RATE PERIOD						
11:00 PM TO 8:00 AM*	NIGHT/WEEKEND RATE PERIOD						

* to, but not including

Calls are billed based on the rate in effect for the actual time period(s) during which the call occurs. Calls that cross rate period boundaries are billed the rates in effect in that boundary for each portion of the call, based on the time of day at the Customer location.

For services subject to holiday discounts, the Evening Rate Period rates apply on the following Company recognized holidays, unless a lower rate would normally apply:

New Year's Day	January 1
Memorial Day	As Federally Observed
Independence Day	July 4
Thanksgiving Day	As Federally Observed
Christmas Day	December 25

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

By: Thomas J. Cirrito

Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.4 Calculation of Distance

Usage charges for mileage sensitive services vary based on the type of service subscribed to by the Customer. For services utilizing switched access, mileage measurements for rate schedules are based on the distance in airline miles between rate centers associated with the originating and terminating stations. For services utilizing dedicated access, mileage measurements for rate schedules are based on the distance in airline miles between the LDWC network access point associated with the station utilizing Dedicated Access Origination/Termination and the rate center associated with the called/calling station.

The distance between the originating and terminating points is calculated by using the "V" and "H" coordinates of the serving wire centers as defined by BellCore (Bell Communications Research), in the following manner:

- Step 1: Obtain the "V" and "H" coordinates for the serving wire center or network access point serving the Customer's location and the called/calling station.
- Step 2: Obtain the difference between the "V" coordinates. Obtain the difference between the "H" coordinates.
- Step 3: Square the differences obtained in Step 2.
- Step 4: Add the squares of the "V" difference and "H" difference obtained in Step 3.
- Step 5: Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.
- Step 6: Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the originating and terminating locations of the call.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

MAY 14 1996

PURSUANT TO 807 KAR 5011,
SECTION 9(1)BY: Jordan C. Neel

Issued: May 14, 1996

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996

Issued By Long Distance Wholesale Club

By: Thomas J. Cirrito

Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.5 Service Offerings

LDWC offers 1+ outbound message telecommunications service and travel card service to its Customers. Intrastate service is offered in conjunction with interstate service.

3.5.1 LDWC Residential Calling Program

LDWC Residential Calling Program is designed for residential use. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute. No minimum usage commitment is required. Calls originate from Customer-provided standard business or residential switched access lines. Customers may make calls from either a presubscribed access line or by dialing the carrier's (10xxx) access code.

(A) Intrastate/InterLATA MTS Rate Schedule - Per Minute Charges

Mileage	Day		Evening		Night/Wkd.	
	Initial	Add'l.	Initial	Add'l.	Initial	Add'l.
1-16 T	\$0.2070 I	\$0.1620 I	\$0.1710 I	\$0.1283 I	\$0.1381 I	\$0.1009 I
17-30 T	0.2159 I	0.1890 I	0.1620 I	0.1305 I	0.1291 I	0.1209 I
31-55 T	0.2339 I	0.2250 I	0.1661 I	0.1643 I	0.1409 I	0.1409 I
56-85 T	0.2699 I	0.2520 I	0.1845 I	0.1800 I	0.1409 I	0.1409 I
86-124 T	0.2429 R	0.2268 R	0.1661 R	0.1620 R	0.1353 R	0.1353 R
125-196 T	0.2753 R	0.2673 R	0.2023 R	0.1863 R	0.1490 R	0.1490 R
197-292 T	0.2753 R	0.2673 R	0.2023 R	0.1944 R	0.1490 R	0.1490 R
293 + T	0.2915 R	0.2835 R	0.2023 R	0.2023 R	0.1550 R	0.1550 R

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 06 1997

PURSUANT TO 807 KAR 80.01
SECTION 9 (1)

BY: *Phillip L. Harris*
APPROVED & RESEALED

Issued: May 5, 1997
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 6, 1997

Issued By Long Distance Wholesale Club

By: Natalie Marine-Street, Vice President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.1 LDWC Residential Calling Program, (cont'd.)

(B) Intrastate/IntraLATA MTS Rate Schedule - Per Minute Charges - Bell Service Area

	Day		Evening		Night/Wkd.	
Mileage	Initial	Add'l.	Initial	Add'l.	Initial	Add'l.
1-10 T	\$0.1900	\$0.1900	\$0.1140	\$0.1140	\$0.1140	\$0.1140
11-16 T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
17-22 T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
23-55 T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
56-70 T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
71-100 T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
101-148T	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140
149 +	0.1900	0.1900	0.1140	0.1140	0.1140	0.1140

(C) Interstate/IntraLATA MTS Rate Schedule - Per Minute Charges - GTE Service Area

	Day		Evening		Night/Wkd.	
Mileage	Initial	Add'l.	Initial	Add'l.	Initial	Add'l.
1-22 T	\$0.1781	\$0.1781	\$0.1158	\$0.1158	\$0.0713	\$0.0713
23-30 T	0.1781	0.1781	0.1158	0.1158	0.0713	0.0713
31-40 T	0.1781	0.1781	0.1158	0.1158	0.0713	0.0713
41-55 T	0.1876	0.1876	0.1220	0.1220	0.0751	0.0751
56-70 T	0.1876	0.1876	0.1220	0.1220	0.0751	0.0751
71-100 T	0.1900	0.1900	0.1235	0.1235	0.0760	0.0760
101-148T	0.1948	0.1948	0.1266	0.1266	0.0779	0.0779
149+ T	0.2033	0.2033	0.1321	0.1321	0.0813	0.0813

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVEIssued: May 5, 1997
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996Effective: May 6, 1997
Issued By Long Distance Wholesale Club

By: Natalie Marine-Street, Vice President

PURSUANT TO KY CAR 5011,
SECTION 9(1)

MAY 06 1997

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.5 Service Offerings, (Cont'd.)

3.5.2 LDWC Travel Card Service

LDWC Travel Card is available to residential and business Subscribers for placing calls while away from home or office. Calls are originated by dialing a 1-800 access number, followed by an account identification number and personal identification number. Calls may originate from standard residential, business or pay telephone access lines and may terminate to any interstate or intrastate location. A per call charge and usage charges apply. Calls are billed in one (1) minute increments. The minimum call duration for billing purposes is one (1) minute.

(A) LDWC Travel Card Service

Per Minute Rate

Day	\$0.2000
Evening	0.1600
Night/Weekend	0.1600

Per Call Charge	\$0.60
-----------------	--------

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5011,
SECTION 9 (1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.6 Customer Referral Program

Customers who have selected LDWC as their primary interexchange carrier or who access LDWC service via "10xxx" dialing are eligible to participate in the Customer Referral Program. Participants in the Customer Referral Program will receive a discount equal to 5% of the monthly LDWC long distance usage generated by customers whom they refer to LDWC.

For the purposes of this program, "usage" is defined as charges for interstate, interLATA and intraLATA long distance calls placed over the LDWC network. Directory assistance, non-recurring or recurring fees and taxes are not considered usage and are therefore not eligible for the monthly discount.

The discount will be calculated monthly and applied to the Referral Program Customer's monthly bill in the form of an electronic credit or a check made payable jointly to the Customer and the LEC.

3.6.1 In order to receive Referral Program discounts, the following conditions must be observed:

- (A) Customer must maintain a LEC account in an area within LDWC's originating service area.
- (B) Customer must make at least one billable LDWC long distance call per month or they forfeit that month's referral discount.
- (C) Customer's Referral Customer must make at least one billable LDWC long distance call every 3 months. Should a Referral cease using LDWC for a period longer than 3 months, the Referral may be purged from the LDWC billing database and disassociated from the Customer's account.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Jordan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Carrito
Thomas J. Carrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.6 Customer Referral Program, (Cont'd.)

3.6.1 (cont'd.)

- (D) Customer must properly register the Referral Customer with LDWC prior to accumulating or receiving discounts. Customers may register the Referral customer by dialing a designated toll-free number and speaking with a LDWC representative or by completing a special enrollment form and submitting it to LDWC. In order to receive discounts, Customers must provide LDWC with accurate information regarding the Referral customer for entry into the LDWC billing database. Customers are responsible for notifying LDWC of changes in their Referral Customer's billing information.
- (E) The Referral Customer must maintain a LEC account in an area within LDWC's originating service area.
- (F) The Referral Customer must be a new LDWC user, defined as not having used LDWC within the past 12 months.

3.6.2 LDWC reserves the right to discontinue or change this plan at any time. The Company also reserves the right to suspend the Customer Referral Program on a case by case basis, should the Company believe that the referral program is being used for fraudulent purposes. At the discretion of the Company, the program may be reinstated to suspended Customers.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Jordan C. Kuel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.7 Toll Free Service (T)

Toll Free Service is an inbound calling service utilizing switched access facilities. This service permits the Customer to receive incoming calls from all locations within the state of Kentucky. With Toll Free service, the Customer is charged for the call, not the calling party. (T)

3.7.1 Option A - Residential Toll Free Service (T)

Calls are billed in one (1) minute increments with a minimum initial calling period, for billing purposes of one (1) minute. (T)

Per Minute Rate:

Initial Minute	\$0.2200
Each Additional Minute	\$0.2000

Monthly Recurring Charge: \$ 3.00

3.7.2 Option B - Small Business Toll Free Service (T)

Calls are billed in six (6) second increments with a minimum initial calling period, for billing purposes of eighteen (18) seconds. (T)

Per Minute Rate:

Initial Minute	\$0.1800	(R)
Each Additional Minute	\$0.1800	(R)

FEB 13 1997

PURSUANT TO 807 KAR 5011,
SECTION 9(1)BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

(Only one recurring charge applies if the Customer orders both interstate and intrastate Toll Free Service) (T)

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.8 Prepaid Card Service - Standard Issue

Prepaid Card Service - Standard Issue permits Customers to purchase a prepaid card to which call charges are consumed on a real-time basis. Customers access the service by dialing a company-specified access code. All Calls must be charged against a prepaid card that has a sufficient available balance. Customers are notified of their remaining balance each time a call is placed. Customers are also notified during a call when the balance is about to be depleted. Calls in progress will be terminated if the balance on the prepaid card is insufficient to cover the charges associated with the call.

3.8.1 Prepaid Card Service

Calls are measured and consumed on a per-unit basis.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

Per Unit:	Per Minute Rate
	\$0.2970

MAY 14 1996

PURSUANT TO 207 KAR 5011,
SECTION 9(1)

BY Jonathan C. Neel
FOR THE PUBLIC SERVICE COMMISSION

3.8.2 Timing of calls

All calls are billed in one (1) minute increments. Customers will be provided with a "Usage Remaining" message each time they utilize the card. They will also receive a reminder message when the card has one (1) minute of usage remaining.

3.8.3 Card Replenishment

Customers have the option of adding additional time to the card by calling a toll-free number and charging the cost to a credit card or by sending a check or money order to the Company.

3.8.4 The Company may provide promotional cards to Customers with \$10.297 of free usage on the cards, if the Customer activates the card within 45 days of mailing. Once the promotional time is expired, Customers can add time as described in Section 3.8.3 above.

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)

3.9 Club Plan Program

Club Plan Program is an outbound residential only service. Calls are originated from presubscribed switched residential Customer access lines or by dialing the company's "10xxx" code. This service is available between locations within Kentucky. Calls are billed in one (1) minute increments with an initial period, for billing purposes, of one (1) minute. Intrastate service is only available with interstate service. An interstate monthly recurring fee applies with this product.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE (D)

Per Minute Rate: \$0.0950

MAY 06 1997 (D)

3.10 1350 Flat Rate Residential Program

The 1350 Flat Rate Residential Program is an outbound residential only service. Calls are originated from presubscribed switched residential Customer access lines. This service is available between locations within Kentucky. Calls are billed in one (1) minute increments with an initial period, for billing purposes, of one (1) minute. Intrastate service is only available with interstate service. An interstate monthly recurring fee applies with this product.

PURSUANT TO 007 KAR 001.1
SECTION 9(1)
BY: *Natalie Marine-Street* (T)
DIRECTOR, PUBLIC SERVICE COMMISSION

Per Minute Rate: \$0.1350

3.11 10297 Flat Rate Residential Program

The 10297 Flat Rate Residential Program is an outbound residential only service. Calls are originated from presubscribed switched residential Customer access lines or by dialing the company's "10xxx" code. This service permits the residential Customers to make direct dialed 1+ calls from locations within Kentucky. Calls are billed in one (1) minute increments with an initial period, for billing purposes, of one (1) minute.

Per Minute Rate: \$0.1400

Issued: May 5, 1997
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 6, 1997
Issued By Long Distance Wholesale Club
By: Natalie Marine-Street, Vice President

SECTION 3 - DESCRIPTION OF SERVICE & RATES, (CONT'D.)**3.12 Personal 800 Toll Free Residential Service**

Personal 800 Toll Free Residential Service is an inbound calling service utilizing switched access facilities. This service permits the Customer to receive incoming calls from all locations within Kentucky. With Personal 800 Toll Free service, the Customer is charged for the call, not the calling party. The Customer will be given a four (4) digit PIN number when the toll free number is issued to utilize with this service. Individuals dialing the specific toll free number must dial the PIN number for termination of the call to the customer.

Calls are billed in one (1) minute increments with a minimum initial calling period, for billing purposes, of one (1) minute.

Per Minute Rate: \$0.2000

3.13 TELCO 1510 Flat Rate Residential Program

TELCO 1510 Flat Rate Residential Program is an outbound residential only service. Calls are originated by dialing the company's "10xxx" code. This service is available between locations within the state of Kentucky.

Calls are billed in one (1) minute increments with a minimum initial calling period of one (1) minute. Customers must register with the Company to be eligible for this service.

3.13.1 Rates**Per Minute Rate:**

Day	\$0.1500
Evening	\$0.1000
Night/Weekend	\$0.1000

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

JUN 21 1997

PURSUANT TO 807 KAR 501,
SECTION 9(1)

BY: Jordan C. Neal
FOR THE PUBLIC SERVICE COMMISSION

Issued: June 20, 1997

Effective: June 21, 1997

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club
By: Thomas Cirrito, President

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)

3.15 Long distance Wholesale Club Flat Rate Program III

3.15.1 Long distance Wholesale Club Flat Rate Program III is a one-way, dial-out multi point service designated for presubscribed or casual calling residential customers. The service has a flat per minute rate structure for all time-of-day rate periods. Each call completed will have an initial minimum of one minute and any time beyond that minimum will be billed in addition using one minute increments, rounded up to the next whole minute.

Per Minute Rate:	\$0.1500
------------------	----------

Monthly Recurring Charge: None

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

JUL 01 1998

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)

BY: Stephan O. Bell
SECRETARY OF THE COMMISSION

Issued: June 8, 1998

Effective: July 1, 1998

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)3.16 Excel 1010297 Flat Rate Residential Program:

3.16.1 The Excel 1010297 Flat Rate Residential Program is an outbound service available to residential customers only. Customers may originate calls by dialing the Company's designated access code followed by the desired telephone number. This service permits residential customers to make direct dialed 1+ calls from points within the state of Kentucky. Calls are billed in one (1) minute increments with an initial period, for billing purposes, of one (1) minute. Calls whose duration result in a fraction of (1) minute will be rounded up to the next whole minute.

Per Minute Rate: \$0.1000

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

OCT 29 1998

PURSUANT TO 807 KAR 501:
SECTION 9 (1)
BY: Stephen D. Bell
SECRETARY OF THE COMMISSION

Issued: September 29, 1998

Effective: October 29, 1998

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.17 Long Distance Wholesale Club Simply 7 Service**

Long Distance Wholesale Club Simply 7 Service is a one way, dial-out multi point service designated for residential and small business customers and is limited to three (3) telephone numbers per customer account. The service has a flat rate per minute structure for all time-of-day rate periods. Each call completed will have an initial minimum of one minute and any time beyond that minimum will be billed in addition using one minute increments, rounded up to the next whole minute.

3.17.1 Rates

Per Minute
\$0.1000

3.17.2 Monthly Recurring Charge: \$4.95

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

NOV 25 1998

PURSUANT TO 807 KAR 5:013,
SECTION 9 (1)

BY: Stephan D. Bell
SECRETARY OF THE COMMISSION

Issued: November 24, 1998**Effective: November 25, 1998**

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)**3.18 Long Distance Wholesale Club 1010297 Flat Rate Residential Program II**

N

The Long Distance Wholesale Club 1010297 Flat Rate Residential Program II is an outbound service available to residential customers only. Customers may originate calls by dialing the Company's designated access code followed by the desired telephone number. This service permits residential customers to make direct dialed 1+ calls from points within the state of Kentucky. Calls are billed in one (1) minute increments with an initial period, for billing purposes, of one (1) minute. Calls whose duration result in a fraction of (1) minute will be rounded up to the next whole minute.

3.18.1 Per Minute Rate: \$0.0900

N

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

NOV 25 1998

PURSUANT TO 807 KAR 5:011,
SECTION 9 (1)
BY: Stephan D. Bell
SECRETARY OF THE COMMISSION

Issued: November 24, 1998

Effective: November 25, 1998

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

SECTION 3 - DESCRIPTION OF SERVICE AND RATES, (CONT'D)3.19 Long Distance Wholesale Club Flat Rate Program IV

Long Distance Wholesale Club Flat Rate Program IV is a one-way, dial-out multi point service designated for presubscribed residential customers. The service has a flat per minute rate structure for all time-of-day rate periods. Each call completed will have an initial minimum of one minute and any time beyond that minimum will be billed in addition using one minute increments, rounded up to the next whole minute.

3.19.1 Rates

Per Minute Rate: \$0.1500

3.19.2 Monthly Recurring Charge: \$1.00

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

JAN 08 1999

PURSUANT TO 007 KAR 5:011,
SECTION 9 (1)

BY: Stephen D. Bu
SECRETARY OF THE COMMISSION

Issued: December 8, 1998

Effective: January 8, 1999

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager

SECTION 4 - MISCELLANEOUS SERVICES

4.1 Directory Assistance

Directory Assistance is available to Customers of LDWC. A Directory Assistance charge applies to each call to the Directory Assistance Bureau. Up to two requests may be made on each call to Directory Assistance. The Directory Assistance charge applies to each call regardless of whether the Directory Assistance Bureau is able to furnish the requested telephone number.

Directory Assistance, Per Call \$0.67

4.2 Comparable Pricing Promotion

LDWC will, at its discretion, match certain standard or promotional offerings of other interexchange carriers or resellers in order to acquire new Customers or retain existing Customer accounts. The Customer must demonstrate to the Company's satisfaction that 1) an alternative service offering is valid and currently available from a competing interexchange carrier or reseller and 2) the Customer intends to either subscribe to or remain subscribed with the competing interexchange carrier or reseller.

PUBLIC SERVICE COMMISSION
OF KENTUCKY
EFFECTIVE

MAY 14 1996

PURSUANT TO 807 KAR 5.011,
SECTION 9(1)

BY: Jordan C. Keel
FOR THE PUBLIC SERVICE COMMISSION

Issued: May 14, 1996
Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Effective: May 14, 1996
Issued By Long Distance Wholesale Club
By: Thomas J. Cirrito
Thomas J. Cirrito, President

SECTION 5 - PROMOTIONAL OFFERINGS

5. Promotional Offerings

N

From time to time, the Company may provide certain special offerings to its Customers in the form of service promotions. These special offerings may be limited to certain due dates, times and locations.

5.1 Long Distance Wholesale Club Promotional Prepaid Calling Card

The Long Distance Wholesale Club Promotional Prepaid Calling Card Service will allow a customer to pay a fixed dollar amount in advance for long distance calling. The customer will use the toll free number on the card for access from any touch-tone telephone within the State of Kentucky. For call completion, the customer will follow recorded prompts.

A flat per minute rate will be charged; there are no off-peak rates. The per-minute cost of a call will be deducted on a real-time basis as the card is used until the full amount of the card is exhausted. The customer will be notified in advance of the exhaustion of the card. The rates for the Long Distance Wholesale Club Promotional Prepaid Calling Card Service are set forth below. The rates paid by the customer will be those rates indicated on the packaging at the time of purchase of the card. An expiration date will be printed on the card. The following types of calls may not be completed with the Long Distance Wholesale Club Promotional Prepaid Calling Card Service:

Calls to 500, 700, 900 and toll free numbers; and Calls to Directory Assistance.

A Customer's call will be interrupted with an announcement when the balance is about to be depleted. Such announcement will occur one minute before the balance will be depleted, based on the terminating location of the call. Calls in progress will be terminated by the Company if the balance on the Long Distance Wholesale Club Promotional Prepaid Calling Card is insufficient to continue the call and the Customer fails to enter the number of another valid Long Distance Wholesale Club Promotional Prepaid Calling Card prior to termination.

This Long Distance Wholesale Club Promotional Prepaid Calling Card Service promotion is available in \$5.00 and \$10.00 denominations; sales or excise taxes are due at the point of purchase. Long Distance Wholesale Club Promotional Prepaid Calling Card Service rates apply twenty-four hours per day, seven days per week. Cards are not rechargeable. The following Per Minute Rate applies for calls placed from locations within the State of Kentucky.

This promotional service will be offered to Customers through January 31, 1999, or otherwise canceled or extended by the Company.

Per Minute Rate: \$0.2500

PURSUANT TO 807 KAR 5.011,
SECTION 9 (1)

Issued: November 24, 1998

Effective: November 24, 1998
BY: Stephan O. Bell
CHIEF OF THE COMMISSION

Issued by authority of an order of
the Public Service Commission of
Kentucky in Case No. 96-122
dated: May 14, 1996

Issued By Long Distance Wholesale Club

By: Jerry G. Kirby, Tariff Manager